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John Wm. Butler, Jr.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
GENERAL MOTORS	:	Case No. 09-50026 (REG)
CORPORATION, <u>et al.</u> ,	:	
	:	(Jointly Administered)
	:	
Debtors.	:	
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APPLICATION PURSUANT TO LOCAL
BANKRUPTCY RULE 2090-1(b) FOR ADMISSION *PRO HAC VICE*

1. Kayalyn A. Marafioti (the "Movant"), a member in good standing of the Bar of the State of New York, an attorney admitted to practice before the United States Bankruptcy Court for the Southern District of New York, and a member of the firm of Skadden, Arps, Slate, Meagher and Flom LLP ("Skadden, Arps"), hereby moves (the "Application") this Court to enter an order permitting John Wm. Butler, Jr. of Skadden, Arps (the "Admittee") to practice pro hac vice before the United States Bankruptcy Court for the Southern District of New York to appear and represent Delphi Corporation and certain of its subsidiaries and affiliates (collectively,

"Delphi"), under Rule 2090-1(b) of the Local Bankruptcy Rules of the Southern District of New York. In support of the Motion, the Movant states as follows:

2. Skadden, Arps has represented Delphi since 2005, primarily as debtors' counsel in Delphi's chapter 11 cases pending before the Honorable Robert D. Drain of the United States Bankruptcy Court for the Southern District of New York (Case No. 05-44481). Skadden, Arps has been authorized to represent Delphi in these chapter 11 cases.

3. John Wm. Butler, Jr. is a member of Skadden, Arps and is co-practice leader of the firm's corporate restructuring practice. Mr. Butler has appeared as lead or special counsel in a number of cases in the Bankruptcy Court for the Southern District of New York, including in the Delphi, Enron, Singer, and Warnaco chapter 11 cases. He has also regularly appeared before bankruptcy courts in other jurisdictions in other chapter 11 cases. Based on the annexed certification, Mr. Butler is admitted, practicing, and in good standing as a member of the bars of the States of Illinois and Michigan, the United States District Court for the Northern District of Illinois and the Eastern and Western Districts of Michigan, the United States Courts of Appeals of the Sixth and Seventh Circuits, and the United States Supreme Court. There are no disciplinary proceedings pending against Mr. Butler.

4. Movant requests that this Court grant this Application so that the Admittee may file pleadings and appear and be heard at hearings in the above-referenced chapter 11 cases.

5. Pursuant to the annexed certificate, the Admittee submits to the disciplinary jurisdiction of this Court for any alleged misconduct that occurs in the course of these cases. In addition, as stated in the certificate, the Admittee has acquired or has access to a copy of the Local Bankruptcy Rules and is generally familiar with such rules.

6. The Applicant respectfully requests that this Court grant this Application so that the Admittee may file any pleadings and appear and be heard at any hearings in these chapter 11 cases on behalf of Delphi.

7. The Admittee has submitted the fee of \$25 in connection with this Application for admission to practice pro hac vice.

WHEREFORE, Movant respectfully requests the Court enter an order, substantially in the form annexed hereto as Exhibit A: (i) permitting the Admittee to appear pro hac vice in association with Movant as counsel for Delphi in these chapter 11 cases and (ii) granting Movant such other and further relief as is just.

Dated: New York, New York
June 16, 2009

SKADDEN, ARPS, SLATE, MEAGHER
& FLOM LLP

By: /s/ Kayalyn A. Marafioti
Kayalyn A. Marafioti
Gregory W. Fox
Four Times Square
New York, New York 10036
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Attorneys for Delphi

CERTIFICATE

The undersigned certifies that he is eligible for admission to this Court, is admitted to practice and is in good standing in their respective jurisdictions set forth in the Application, submits to the disciplinary jurisdiction of this Court for any alleged misconduct that arises in preparation for, or in the course of, these chapter 11 cases pursuant to Local Bankruptcy Rules for the Southern District of New York, and has acquired or has access to a copy of such rules and is generally familiar with such rules.

Dated: New York, New York
June 16, 2009

/s/ John Wm. Butler, Jr. _____
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